

Pramod S. Shah & Associates

Practising Company Secretaries

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FORM NO. MGT-13

Report of Scrutinizer(s)

Pursuant to Section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014 amended from time to time

To,
The Chairman
Prime Securities Limited,
1109/1110, Maker Chambers V,
Nariman Point,
Mumbai - 400021
CIN: L67120MH1982PLC026724

The 42nd Annual General Meeting of the Members of **Prime Securities Limited**, was held on Thursday, July 03, 2025 at 03.30 p.m. via two-way Video Conferencing ("VC") facility or Other Audio-Visual Means("OAVM")

Dear Sir,

I, Pramod S. Shah, of Pramod S. Shah & Associates, Practising Company Secretaries, appointed as the Scrutinizer by the Board of Directors of **Prime Securities Limited** for the purpose of:

Scrutinizing and conducting the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rule, 2014, as amended from time to time and as per the General Circulars No.20/2020, 02/2022, 10/2022 and 11/2022 dated May 5, 2022 and dated 28.12.2022 respectively, issued by Ministry of Corporate Affairs ("MCA") (collectively referred to as "MCA circulars") and SEBI Circular Nos. SEBI/HO/CFD/CMD2/CIR/P/2022/62, SEBI/HO/DDHS/P/CIR/2022/0063 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated May 13, 2022 and January 5, 2023 respectively, issued by Securities and Exchange Board of India ("SEBI") (collectively referred to as "SEBI circulars") to scrutinize voting of Resolutions proposed at the Annual General Meeting ("AGM") of the Members of Prime Securities Limited held yesterday i.e. July 03, 2025 at 03.30 p.m. in order to ascertain requisite majority on

voting conducted through remote e-voting process during the AGM. Further, I was also appointed as the Scrutinizer to scrutinize the e-voting process that took place during the said AGM of the Company.

The remote e-voting period commenced from on Monday 30th June, 2025 at 09:00 a.m. and ended on Wednesday, 02nd July, 2025 at 5.00 p.m. The NSDL remote e-voting platform was disabled thereafter.

The member of the Company holding shares as on the "cut-off" date i.e. Thursday, 26th June, 2025, were entitled to vote on the Resolutions as contained in Notice of the AGM by remote e-voting system prior to AGM by the members of the Company.

The Company had availed the remote e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting prior to AGM and conducting e-voting during the AGM by the members of the Company.

The Company had also provided e-voting facility for the members to vote during AGM who were present in the meeting through VC/OAVM and had not casted their votes on the proposed resolutions through remote e-voting facility, to cast their vote at the AGM.

My responsibility as a scrutinizer is restricted to making a Scrutinizer's report on the votes casted by the members in "favour" or "against" on the resolutions contained in the Notice of AGM dated Thursday, 24th April, 2025 based on the reports generated from the remote e-voting system provided by NSDL and the votes casted by the members present at the AGM through VC/OAVM.

I submit my report as under:

1. After the conclusion of the e-voting at the AGM, the votes cast by members present through VC/OAVM at the AGM and through remote e-voting facility were downloaded from the e-voting website of in the presence of two witnesses, i.e. Ms. Aliya Thakur and Mr. Kaushik Patel, who are not in the employment of the Company.
2. I have reviewed the votes casted by the members through remote e-voting process before the AGM and through e-voting process during the AGM based on the data downloaded from the NSDL e-voting system.

3. The management of the Company is responsible to ensure the compliances with regard to AGM of the members conducted through VC/OAVM and to organise the process of remote e- voting and e-voting during AGM in accordance with the provisions of the Companies Act, 2013 read with rules made thereunder and the MCA circulars issued in this regard.

4. After the Annual General Meeting, a consolidated report of the remote e-voting and e-voting during AGM was generated by me.

The consolidated result of the scrutiny of the remote e-voting process and votes casted by the members during the AGM present through VC/OAVM in respect of passing of the resolutions contained in the Notice dated Thursday, 24th April 2025 is as under:

Thanking you.

Yours sincerely,

PRAMOD
SHANTILA
L SHAH

Digitally signed by
PRAMOD
SHANTILAL SHAH
Date: 2025.07.04
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For Pramod S. Shah & Associates
Practising Company Secretaries
(FCS.No -334)
C.P. No.-3804)
UDIN: F000334G000714960

Place: Mumbai
Dated: 04th July, 2025

Countersigned by Chairman/ Authorized Person

Consolidated Results**Resolution -1:**

Adoption of Financial Statements and Reports of the Board of Directors and the Auditors thereon:

To receive, consider and adopt the financial statements, namely:

- a) The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025 together with the Reports of the Board of Directors and Independent Auditors thereon; and
- b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025 together with the Reports of the Independent Auditors thereon.

1) Voted in favour of the resolution:

Particulars	Remote E-voting		(%)
	No. of Members voted	No. of votes cast (Shares)	
Assent	91	1,96,87,197	99.9942%
Dissent	8	1,140	0.0058%
Total	99	1,96,88,337	100.00%

Based on the aforesaid results, we report that Ordinary Resolution as contained in Item No. 1 of the Notice of the AGM dated 24th April, 2025 has been passed with requisite majority

Resolution -2:

Declaration of Dividend

2) Voted in favour of the resolution:

Particulars	Remote E-voting		(%)
	No. of Members voted	No. of votes cast (Shares)	
Assent	91	1,96,87,197	99.9942%
Dissent	8	1,140	0.0058%
Total	99	1,96,88,337	100.00%

Based on the aforesaid results, we report that Ordinary Resolution as contained in Item No. 2 of the Notice of the AGM dated 24th April, 2025 has been passed with requisite majority.

Resolution -3:

Re-Appointment of Director- Mr. Sujit Kumar Varma (DIN: 09075212)

3) Voted in favour of the resolution:

Particulars	Remote E-voting		(%)
	No. of Members voted	No. of votes cast (Shares)	
Assent	91	1,96,87,197	99.9942%
Dissent	8	1,140	0.0058%
Total	99	1,96,88,337	100.00%

Based on the aforesaid results, we report that Ordinary Resolution as contained in Item No. 3 of the Notice of the AGM dated 24th April, 2025 has been passed with requisite majority

Resolution -4:

Appointment of Secretarial Auditor:

4) Voted in favour of the resolution:

Particulars	Remote E-voting		(%)
	No. of Members voted	No. of votes cast (Shares)	
Assent	89	1,96,86,996	99.9942%
Dissent	9	1,141	0.0058%
Total	98	1,96,88,137	100.00%

Based on the aforesaid results, we report that Ordinary Resolution as contained in Item No. 4 of the Notice of the AGM dated 24th April, 2025 has been passed with requisite majority.

Resolution -5:

Payment of Remuneration to Mr. N. Jayakumar as Managing Director and Group CEO:

5) Voted in favour of the resolution:

Particulars	Remote E-voting		(%)
	No. of Members voted	No. of votes cast (Shares)	
Assent	90	1,96,87,087	99.9942%
Dissent	8	1,140	0.0058%
Total	98	1,96,88,227	100.00%

Based on the aforesaid results, we report that Special Resolution as contained in Item No. 5 of the Notice of the AGM dated 24th April, 2025 has been passed with requisite majority.

Thanking you.

Yours faithfully,

PRAMOD Digitally signed
by PRAMOD
SHANTILA SHANTILAL SHAH
Date: 2025.07.04
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For Pramod S. Shah & Associates
Practising Company Secretaries
(FCS.No -334)
C.P. No.-3804)
UDIN: F000334G000714960

Place: Mumbai
Dated: 04th July, 2025

Countersigned by Chairman/ Authorized Person